



PUSHPSONS INDUSTRIES LTD.

CIN # : L74899DL1994PLC059950

B-40, Okhla Ind. Area, Phase-I,
New Delhi-110020 (INDIA)

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E-mail : pankaj@pushpsons.com

info@pushpsons.com

Date: - 28.07.2020

To

BSE Limited
General Manager- Marketing Operation/ Listing
25, Phiroz Jeejeebhoy Tower
Dalal Street,
Mumbai -400001

Dear Sir/Madam,

Sub: **Submission of Annual Secretarial Compliance Report for year ended 31st March, 2020**

In compliance of Regulation 24A of SEBI (LODR) Regulations, 2015, Company has appointed M/s Anand Nimesh & Associates, Practicing Company Secretaries, to issue Annual Secretarial Compliance Report for the financial year ended on 31 March, 2020. They have carried out the required audit and submitted Annual Secretarial Compliance Report. We are enclosing the copy of the same for your record please.

Thanking you



Yours faithfully,
For Pushpsons Industries Ltd

-Sd-

Geeta Rawat

Company Secretary

M. No- A40126

Add- E- 349/L, Sangam Vihar, New Delhi-110062



Anand Nimesh & Associates

(Company Secretaries)

183 B, Gali No. 8, Second Floor, Gurudwara Road,
West Guru Anagad Nagar, Laxmi Nagar, Delhi-110092
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SECRETARIAL COMPLIANCE REPORT OF PUSHPSONS INDUSTRIES LIMITED FOR THE YEAR ENDED 31ST MARCH, 2020

To,
The Board of Directors
PUSHPSONS INDUSTRIES LIMITED
(CIN- L74899DL1994PLC059950)
B-40, Okhla Industrial Area, Phase 1, New Delhi - 110020

We, M/s Anand Nimesh & Associates, Practicing Company Secretaries have examined:

- (a) all the documents and records made available to us and explanation provided by Pushpsons Industrial Limited ("the Company"),
- (b) the filings/ submissions made by the Company to the stock exchange,
- (c) website of the Company, and
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31st March, 2020 ("Review Period") in respect of compliance with the provisions of:

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued there under; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA") rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");



The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, as were relevant and applicable to the Company during the year under review, have been examined, include:

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not Applicable to the Company during the Audit Period)**
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not Applicable to the Company during the Audit Period)**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not Applicable to the Company during the Audit Period)**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not Applicable to the Company during the Audit Period)**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **(Not Applicable to the Company during the Audit Period)**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018
- (j) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 and

circulars/ guidelines issued thereunder;

and based on the above examination, we hereby report that during the Review Period:

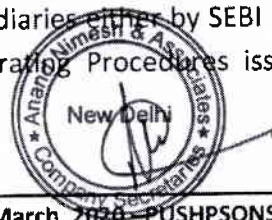


- (a) The Company has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Regulation 6(1) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015	The Company during the Year ended March, 2019, has not appointed a qualified Company Secretary as the compliance officer of the company.	However the Company has appointed a qualified Company Secretary as the compliance officer as on 20 th April, 2019.
2.	Regulation 31 of SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015	That hundred percent of shareholding of promoter(s) and promoter group should be in dematerialized form and the same should be maintained on a continuous basis in the manner as specified by the Board.	It is observed that entire shareholding of the company is in physical mode only. However company is under process to get its share dematerialised.
3.	Regulation 31 (1) of SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015	Shareholding pattern for the quarter ended June 2019, was not submitted within due time.	The company is required to file Shareholding pattern within 21 days of the end of the quarter/period. However the company had submitted the same on 23 rd July 2019.

- (b) The Company has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from our examination of those records

- (c) The following are the details of actions taken against the Company/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through



various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

Sr.No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
1	BSE Limited	Late submission of shareholding pattern for the quarter ended June, 2019, vide letter LIST/COMP 531562/ Reg. 31-June-19/144/ 2019-20 dated August 7, 2019	Penalty imposed	Penalty was imposed for said non-compliance. However the company had submitted the same on 23rd July 2019.
2	BSE Limited	Non-compliance with the provision of Regulation 17(1), 18(1), 19(1), 19(2), 20(2), 21(2) of SEBI (LODR) Regulations, 2015 vide letter LIST/COMP/Reg. 27(2) & Reg. 17 to 21/ Dec-18/ 531562/ 1093/ 2018-19 dated January 31, 2019	Penalty imposed	Penalty was imposed for said non-compliance. However as per management representation whole amount of levied penalty was waived off.
3	BSE Limited	Late appointment of Compliance officer for the quarter ended June, 2019 vide letter LIST/COMP/531562/Reg. 6(1)- Jun-19/153/2019-20	Penalty imposed	Penalty was paid vide UTR No- IOBAN 20045296106 dated 14/02/2020.
4	BSE Limited	Non-compliance with Regulation 6(1) of SEBI (LODR) Regulation, 2015 for the quarter ended March, 2019 vide letter LIST/COMP/531562/ Reg. 6(1)- Mar	Penalty imposed	Penalty was paid vide UTR No- IOBAN20045296366 dated 14/02/2020.

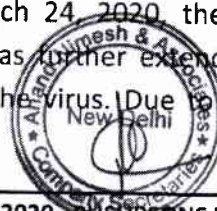


		19/50/2019-20 dated May 14, 2019		
5		Non-appointment of compliance officer for the quarter ended December, 2018 vide letter LIST/COMP/531562/ Reg. 6(1)- Dec 18/1113/2018-19 dated February 12, 2019	Penalty imposed	Penalty was paid vide UTR No- IOBAN20045290741 dated 14/02/2020.

(d) The Company has taken the following actions to comply with the observations made in previous reports:

Sr.No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended (31 st March, 2019)	Actions taken by the company, if any	Comments of the Practicing Company Secretary on the actions taken by the company
1.	The Company during the Year ended March, 2019, has not appointed a qualified Company Secretary as the compliance officer of the company	The Company during the Year ended March, 2019, has not appointed a qualified Company Secretary as the compliance officer of the company	The Company has appointed a qualified Company Secretary as the compliance officer as on 20 th April 2019.	The Company has appointed a qualified Company Secretary as the compliance officer as on 20 th April 2019.

Note: During the audit period a virus infectious disease called Coronavirus (COVID-19) was spread over the world which was declared as a global pandemic by the World Health Organization (WHO). Further, On March 24, 2020, the Indian government announced a strict 21-day lockdown which was further extended by several times across the country to contain the spread of the virus. Due to COVID-19 pandemic



impact, physical movement of human was strictly prohibited during the lockdown period; hence the part of the compliance documents for aforesaid audit were obtained through electronic mode and verified accordingly. A management clarification was obtained for certain point of time as and when required.

For Anand Nimesh & Associates
(Company Secretaries)



ANAND KUMAR SINGH
(Partner)

M. No- 24881

COP No- 9404

UDIN-A024881B000359974

Date: 20/06/2020

Place: Delhi